

UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

In re: CHARLENE WALTON	Case No. 0612433
Debtor(s)	Original Claim Amount: \$ 1,191.82
5489555109338386	Original Claim Number: 4

JOINT NOTICE OF TRANSFER OF CLAIM PURSUANT TO  
FRBP RULE 3001 (E)(2) AND WAIVER OF OPPORTUNITY TO OBJECT

COLLECT AMERICA LTD, and Portfolio Recovery Associates, LLC do hereby provide joint notice of the unconditional sale and transfer by COLLECT AMERICA LTD to Portfolio Recovery Associates, LLC of all right, title, and interest in and to the Claims (as such is defined in the Credit Card Purchase and Sale Agreement dated 09/19/2006 by and between COLLECT AMERICA LTD and Portfolio Recovery Associates, LLC) including the Claim referenced above filed in the Bankruptcy Court for the Eastern District of Pennsylvania.

Pursuant to Bankruptcy Rule 3001(e)(2) and the foregoing assignment, Portfolio Recovery Associates, LLC hereby requests that it be substituted for COLLECT AMERICA LTD as the record holder of the Bankruptcy Claim for all purposes in these proceedings. COLLECT AMERICA LTD concurs with the request and hereby informs the court that it has been notified of the request and declines its opportunity to object under FRBP 3001(e)(2). Accordingly, COLLECT AMERICA LTD and Portfolio Recovery Associates, LLC jointly request that the transfer of the Bankruptcy Claim(s) be made immediately upon the docketing of this Joint Notice of Transfer Claim.

Portfolio Recovery Associates, LLC hereby requests that it be added to the mailing matrix in the above case pursuant to Bankruptcy Rule 2002, so as to receive copies of all notices and pleadings sent to creditors or other parties in interest.

Dated: 05/04/2007

Collect America  
370 17th St Ste 5000  
Denver, CO 80202  
303-296-3345

By: Power of Attorney  
See Attached

(See Attached)

Portfolio Recovery Associates, LLC  
P.O. Box 41067

NORFOLK, VA 235411067  
877-829-8298

By: /s/GLORIA BREWER  
GLORIA BREWER,

\*5489555109338386\*

**EXHIBIT D**  
**LIMITED POWER OF ATTORNEY**  
**IN CONNECTION WITH TRANSFER OF LOANS**  
**INVOLVING CHAPTER 13 AND CHAPTER 7 PROCEEDINGS**

1. Designation. Collect America, Ltd., a Delaware corporation, and its wholly-owned subsidiaries ("Subsidiaries") as may be listed on any Bill of Sale (collectively referred to as "Principal"), with its principal place of business at 370 17<sup>th</sup> Street, 50<sup>th</sup> Floor, Denver, Colorado 80216, hereby designates Portfolio Recovery Associates, Inc., with its offices at 120 Corporate Boulevard, Suite 100, Norfolk, VA 23502, as attorney-in-fact for the Principal for the limited purposes and subject to the terms and duration herein set forth.
2. Effective Date. This limited power of attorney shall become effective upon execution by the Principal, to remain effective for the limited purposes set forth below until terminated by the Principal or the duration of said limited power of attorney expires.
3. Effectiveness; Duration. This power of attorney shall continue until revoked or terminated in accordance with Paragraph 5.
4. Powers. The attorney-in-fact shall have the power to act in the place and stead of the Principal, solely for the purpose of effecting the transfer of that certain portfolio of loans sold by the Principal, as Transferor, to Portfolio Recovery Associates, Inc., as Transferee pursuant to the Purchase Agreement dated February 5, 2007. Such powers of the attorney-in-fact shall include the power and authority to do the following:

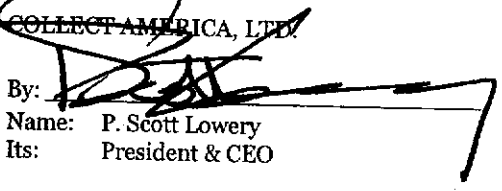
Submit to the Clerks and/or Trustees of the various United States Bankruptcy Courts Chapter 13 or Chapter 7 proceedings, the requisite documentation required to affect a transfer of the ownership of the Proof of Claim or Notice of Appearance previously submitted with respect to certain loans, to Portfolio Recovery Associates, Inc., as Transferee. This authority includes the authority to submit on behalf of Principal a Declaration of Transferee of Proof of Claim Pursuant to FRBP 3001 (e) and Request for Special Notice, as part of the Notice of Transfer process to be submitted by the Transferee pursuant to such rule.

Sign, seal, execute, deliver and acknowledge all written instruments and do and perform each and every act and thing whatsoever which may be necessary and proper to be done in or about the exercise of the power and authority hereinabove granted to the attorney-in-fact as fully to all intents and purposes as the Principal might or could do if personally present through a designated representative.

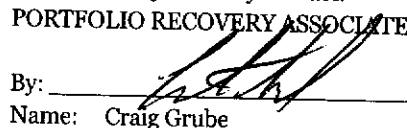
5. Termination. This power of attorney shall be terminated by: (a) the Principal by written notice to the attorney-in-fact and by recording the written instrument of revocation in the office of the recorder or auditor of the county of the place where the Principal maintains its registered office; or (b) upon the close of business on the one year anniversary of the execution of this Limited Power of Attorney.
6. Accounting. Upon request of the Principal, the attorney-in-fact shall account for all actions taken by the attorney-in-fact for or on behalf of the Principal.
7. Reliance. The attorney-in-fact and all persons dealing with the attorney-in-fact shall be entitled to rely upon this power of attorney so long as neither the attorney-in-fact, nor any person with whom the attorney-in-fact was dealing at the time of any act taken pursuant to this power of attorney, had received actual knowledge or written notice of the termination of the limited power of attorney by revocation or otherwise. Any action so taken unless otherwise invalid or unenforceable, shall be binding on the Principal and any assigns or transferee of the Principal.

DATED this 5<sup>th</sup> day of February, 2007.

COLLECT AMERICA, LTD.

By:   
Name: P. Scott Lowery  
Its: President & CEO

ACCEPTED by Attorney-in-Fact:  
PORTFOLIO RECOVERY ASSOCIATES, INC.

By:   
Name: Craig Grube  
Its: Executive Vice President